

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON AT SEATTLE

ROBERT LOWINGER, Individually and On
Behalf of All Others Similarly Situated,

Plaintiff,

v.

FUNKO, INC; BRIAN MARIOTTI; RUSSELL
NICKEL; KEN BROTMAN; GINO
DELOMO; CHARLES DENSON; DIANE
IRVINE; ADAM KRIGER; RICHARD
MCNALLY; GOLDMAN, SACHS & CO.; J.P.
MORGAN SECURITIES LLC; MERRILL
LYNCH, PIERCE, FENNER & SMITH
INCORPORATED; PIPER JAFFRAY & CO.;
JEFFERIES LLC; STIFFEL, NICOLAUS &
COMPANY, INCORPORATED; BMO
CAPITAL MARKETS CORP.; SUNTRUST
ROBINSON HUMPHREY, INC.; and JOHN
DOES 1 THROUGH 25,

Defendants.

NO. C18-201 RSM

**STIPULATION AND ORDER
EXTENDING TIME TO ANSWER,
MOVE, OR OTHERWISE RESPOND
PENDING REMAND PROCEEDINGS**

Plaintiff Robert Lowinger (“Plaintiff”) and Defendants, by and through their undersigned counsel of record, hereby stipulate and agree as follows:

1. On November 16, 2017, Plaintiff filed the complaint in this putative class action (the “Complaint”) in the Superior Court of Washington in and for King County against Funko, Inc., Brian Mariotti, Russell Nickel, Ken Brotman, Gino Dellomo, Charles Denson, Diane

STIPULATION AND ORDER EXTENDING TIME
(No. 2:18-cv-00201)

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Irvine, Adam Kriger, and Richard McNally (collectively, the “Funko Defendants”); Goldman, Sachs & Co., now known as Goldman Sachs & Co. LLC; J.P. Morgan Securities LLC; Merrill Lynch, Pierce, Fenner & Smith Incorporated; Piper Jaffray & Co.; Jefferies LLC; Stifel, Nicolaus & Company, Incorporated; BMO Capital Markets Corp.; SunTrust Robinson Humphrey, Inc.; and John Does 1 Through 25 (collectively, the “Underwriter Defendants,” and together with the Funko Defendants, the “Defendants”).

2. The Complaint alleges only violations of Sections 11, 12(a)(2), and 15 of the federal Securities Act of 1933, 15 U.S.C. § 77a, *et seq.*

3. On February 7, 2018, the Funko Defendants removed this action to this Court.

4. Pursuant to the Federal Rules of Civil Procedure, the Funko Defendants must answer, move, or otherwise respond to the Complaint on or before February 14, 2018.

5. Plaintiff intends to file a motion to remand this action to the Superior Court of Washington in and for King County.

6. The Funko Defendants intend to file a motion to stay the proceedings pending a decision by the United States Supreme Court in *Cyan, Inc. v. Beaver County Employees Retirement Fund*, No. 15-1439 (argued Nov. 28, 2017) on the certified question of “[w]hether state courts lack subject-matter jurisdiction over ‘covered class actions,’ 15 U.S.C. § 77v(a), that allege only claims under the Securities Act of 1933.”

7. There have been no prior extensions of time for Defendants to answer, move or otherwise respond to the Complaint in this Court.

8. The undersigned counsel is authorized to accept, and hereby does accept service of the Summons and Complaint on behalf of the Underwriter Defendants, without prejudice and without waiver of any defenses, objections, or arguments in this matter or any other matter, including without limitation any arguments regarding personal jurisdiction or venue, except as to sufficiency of service of process of the Summons and Complaint.

9. Subject to this Court's approval, the Defendants' time within which to answer, move, or otherwise respond to the Complaint is extended pending the Court's resolution of any motion to remand that Plaintiff may file, except as otherwise ordered by the Court.

10. Except as otherwise ordered by the Court, after a decision is issued on any motion to remand that Plaintiff may file, the undersigned parties will confer regarding a schedule for answering, moving, or otherwise responding to the Complaint, taking into account the Private Securities Litigation Reform Act's procedural requirements regarding the appointment of lead plaintiff and lead counsel in private class actions arising under the federal securities laws (as applicable).

SO STIPULATED AND AGREED this 14th day of February 2018.

KELLER ROHRBACK L.L.P.

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Incorporated; BMO Capital Markets Corp.; and
SunTrust Robinson Humphrey, Inc.*

I. ORDER

In accordance with the foregoing stipulation, it is so **ORDERED** this 22nd day of February 2018.



RICARDO S. MARTINEZ
CHIEF UNITED STATES DISTRICT JUDGE